

EXHIBIT B

Redline

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

2U, Inc.,

Reorganized Debtor.¹

Chapter 11

Case No. 24-11279 (MEW)

(Jointly Administered)

**ORDER AUTHORIZING SIMMONS UNIVERSITY TO FILE UNDER SEAL CERTAIN
EXHIBITS TO ITS MOTION FOR ENTRY OF AN ORDER (I) ENFORCING THE
CONFIRMATION ORDER AND (II) COMPELLING REJECTION OF
SIMMONS UNIVERSITY'S EXECUTORY CONTRACTS**

Upon the motion (the "Motion")² of Simmons University ("Simmons") for entry of an order, pursuant to sections 107(b) and (c) of the Bankruptcy Code, Bankruptcy Rule 9018, and Local Rule 9018-1, authorizing Simmons to file under seal certain exhibits to the *Motion of Simmons University for Entry of an Order (I) Enforcing the Confirmation Order and (II) Compelling Rejection of Simmons University's Executory Contracts* (the "Motion to Enforce"); and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012; and the Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that the Court may enter a final order consistent with article III of the United States Constitution; and the Court having found that the venue of this proceeding and the Motion is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of the

¹ The Reorganized Debtor in this case, along with the last four digits of the Reorganized Debtor's federal tax identification number, is: 2U, Inc. (5939). The Reorganized Debtor's mailing address is 2345 Crystal Drive, Suite 1100, Arlington, Virginia 22202.

² Capitalized terms used but not otherwise defined in this Order have the meaning provided in the Motion.

parties in interest; and the Court having found that the notice of the Motion was appropriate under the circumstances, and no other notice need be provided; and the Court having reviewed and considered the Motion; and the Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED, as set forth in this Order.
2. Simmons is authorized to file under seal Exhibits D and E to the Motion to Enforce.
3. ~~The Confidential Information~~ Exhibits D and E to the Motion to Enforce will remain strictly confidential and may not be disseminated to anyone other than: (i) the Court; (ii) the Reorganized Debtor; and (iii) the U.S. Trustee.
4. The terms and conditions of this Order are effective immediately and enforceable upon its entry.
5. The unredacted version of Exhibits D and E to the Motion to Enforce shall not be made available to any party without Simmons's consent, may not be filed on the public docket, and shall remain under seal until the closing of the case, entry of the final decree, or other order of the Court. Upon closure, the Clerk's Office is authorized and shall permanently dispose of any hard copies and electronic storage devices containing documents that have been filed under seal.
6. Simmons shall submit an unredacted copy of Exhibits D and E to the Motion to Enforce to the Clerk of this Court under seal in an envelope, clearly indicating that the same has

been filed under seal by order of the United States Bankruptcy Court for the Southern District of New York.

7. This Order is without prejudice to the rights of any party in interest, or the U.S. Trustee, to seek to unseal Exhibits D and E to the Motion to Enforce.

8. ~~5.~~ Simmons is authorized and empowered to take all actions it deems necessary to implement the relief granted in this Order.

9. ~~6.~~ This Court retains jurisdiction with respect to all matters arising out of or related to the interpretation or enforcement of this Order.

Dated: _____, 2025
New York, New York

HONORABLE MICHAEL E. WILES
UNITED STATE BANKRUPTCY JUDGE

Summary report: Litera Compare for Word 11.2.0.54 Document comparison done on 4/3/2025 1:34:12 AM	
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Delete	3
Move From	0
Move To	0
Table Insert	0
Table Delete	0
Table moves to	0
Table moves from	0
Embedded Graphics (Visio, ChemDraw, Images etc.)	0
Embedded Excel	0
Format changes	0
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